

Funding Systems Railcars, Inc.

TRI-STATE CENTER • SUITE 370 • 2215 SANDERS RD. • NORTHBROOK, IL 60062 • (312) 272-8350

March 19, 1984

Mr. James H. Bayne
Acting Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RECORDATION NO. 13502-A Filed 1425
MAR 26 1984 3 15 PM
INTERSTATE COMMERCE COMMISSION

FILED
MAR 26 1984
No. 10700
Date 10700

Dear Sir:

Enclosed for recordation pursuant to the provisions of Section 11303 of Title 49 of the United States Code and the regulations thereunder are the original and one copy of the Amendment to Lease Agreement, a secondary document, under the Lease Agreement dated November 27, 1981.

The primary document to which this is connected is recorded under the Recordation Number 13502.

The names and addresses of the parties to the enclosed documents are:

Lessor: Funding Systems Railcars, Inc.
2215 Sanders Road, Suite 370
Northbrook, Illinois 60062

Lessee: Warwick Railway Company
1558 Elmwood Avenue
Cranston, Rhode Island 02907

A general description of the railroad equipment covered by the enclosed document is as follows:

Fifteen (15) high side gondola cars bearing the reporting marks WRWK 20047 through WRWK 20061.

The original and all extra copies of the enclosed documents should be returned to Ms. Sharon Schumacher of Funding Systems Railcars, Inc., 2215 Sanders Road, Suite 370, Northbrook, Illinois 60062.

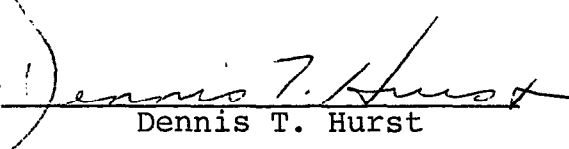
4-086A078

Mr. James H. Bayne
Interstate Commerce Commission
March 19, 1984
Page 2

Also enclosed is a remittance in the amount of \$10.00 for payment of recordation fees.

I am an officer of Funding Systems Railcars, Inc. and have knowledge of the matters set forth herein.

Very truly yours,

By 
Dennis T. Hurst

SS/rlm

Enclosures

SENT VIA: Certified Mail

Interstate Commerce Commission

Washington, D.C. 20423

3/27/84

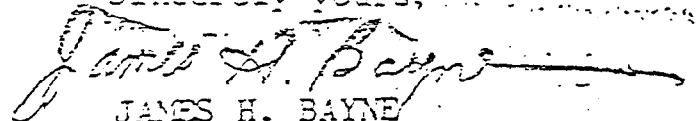
OFFICE OF THE SECRETARY

Sharon Schumacher
Funding Systems Railcars, Inc.
2215 Sanders Road, Suite 370
Northbrook, Illinois 60062

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/26/84 at 3:15pm and assigned re-recording number(s). 13502-A

Sincerely yours,


JAMES H. BAYNE
Secretary

Enclosure(s)

SE-30
(7/79)

STATE OF ILLINOIS)
)
COUNTY OF DUPAGE)

RECORDATION NO. 13502 - A
Filed 1425

MAR 26 1984 - 3 15 PM

INTERSTATE COMMERCE COMMISSION

On this 19th day of MARCH, 1984, I hereby
certify that I have compared the attached copy of the Amendment
to Lease Agreement between Funding Systems Railcars, Inc. and
Warwick Railway Company dated January 24, 1984 with the original
and have found the copy to be complete and identical in all
respects to the original document.



[Seal]

Sharon Schumacher
Notary Public

My Commission Expires Jan. 27, 1985

RECORDATION NO. 13502 A
Filed 1425

MAR 26 1984 3 15 PM
INTERSTATE COMMERCE COMMISSION

AMENDMENT

TO

LEASE AGREEMENT

Dated as of November 27, 1981

Between

FUNDING SYSTEMS RAILCARS, INC.,

as Lessor

AND

WARWICK RAILWAY COMPANY

as Lessee

AMENDMENT
TO
LEASE AGREEMENT

THIS AMENDMENT is dated as of the 24th day of JANUARY, 1984 and amends that certain Lease Agreement dated as of the 27th day of November, 1981 (the "Lease") between Funding Systems Railcars, Inc. (the "Lessor") and Warwick Railway Company (the "Lessee").

WHEREAS the parties hereto are parties to the Lease Agreement which was filed with the Interstate Commerce Commission at Recordation Number 13502 on February 16, 1982; and

WHEREAS, the parties hereto now desire to amend the Lease Agreement as hereinafter provided.

NOW THEREFORE, intending to be legally bound hereby, the parties hereto do agree as follows:

1. Equipment The Lease Agreement covers certain gondola railroad cars (the "Equipment") more fully described on a Schedule to the Lease Agreement. The items of Equipment bearing the identification number WRWK 20047 through WRWK 20061 shall be removed from the Schedule and no longer subject to the terms and conditions of the Lease Agreement.

2. Further Modifications Except as expressly set forth herein, the Lease Agreement shall remain in full force and effect, unamended and unmodified.

IN WITNESS WHEREOF, the Lessee and the Lessor have executed this Amendment as of the day and year first above written.

ATTEST:

FUNDING SYSTEMS RAILCARS, INC.

Sharon L. Schumacher

By Dennis T. Hurst
Title: VIC. PRESIDENT - FINANCE
PROVIDENCE AND WORCESTER RAILROAD COMPANY
(FORMERLY WARWICK RAILWAY COMPANY)

ATTEST:

Gloria D. Hopkins

By Joseph R. DiStefano
Title: SECRETARY

STATE Illinois)
) ss.
COUNTY OF DuPage)

On this 24th day of January, 1984, before
me personally appeared Dennis T. Hurst, to me
personally known, who, being by me duly sworn, says that he/she
is Executive Vice President - Finance
of Funding Systems Railcars, Inc.,
that the foregoing instrument was signed on behalf of said corporation
by proper authority therefor, and he/she acknowledged that the
execution of the foregoing instrument was the free act and deed of
said corporation.

Sharon Schumacher

Notary Public

(Notarial Seal)

My commission expires:

My Commission Expires Jan. 27, 1985

STATE OF RHODE ISLAND)
COUNTY OF PROVIDENCE)

ss.

On this 13th day of MARCH, 1984, before me personally appeared JOSEPH R. DI STEFANO, to me personally known, who, being by me duly sworn, said that he/she is an authorized officer of PROVIDENCE AND WORCESTER RAILROAD COMPANY* that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

* SUCCESSOR BY MERGER TO WARWICK RAILWAY COMPANY

Gloria P. Hopkins
Notary Public

GLORIA P. HOPKINS
My Commission Expires June 30, 1986

[Notary Seal]

My commission expires:

6-30-86